

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION

BLUE SPIKE, LLC,	§	
<i>Plaintiff,</i>	§	
	§	Civil Action No. 6:12-CV-499-LED
v.	§	
TEXAS INSTRUMENTS, INC.	§	(LEAD CASE)
<i>Defendant.</i>	§	
	§	JURY TRIAL DEMANDED
<hr/>		
BLUE SPIKE, LLC,	§	
<i>Plaintiff,</i>	§	
	§	Civil Action No. 6:12-CV-688-LED
v.	§	
IMAGEWARE SYSTEMS, INC.,	§	(EXCEPT FOR VENUE, CONSOLIDATED
<i>Defendant.</i>	§	WITH 6:12-CV-499)
	§	JURY TRIAL DEMANDED
	§	
	§	

DECLARATION OF JAMES V. FAZIO, III IN SUPPORT OF THE MOTION BY
DEFENDANT IMAGEWARE SYSTEMS, INC. TO TRANSFER THIS ACTION TO THE
SOUTHERN DISTRICT OF CALIFORNIA UNDER 28 U.S.C. 1404(a)

I, James V. Fazio, III, declare as follows:

1. I am a partner with San Diego IP Law Group LLP, counsel of record for Defendant ImageWare Systems, Inc. ("IWS"). I have personal knowledge of the following and, if called upon to do so, I could and would testify competently thereto.
2. Attached collective hereto as Exhibit A are true and correct copies of the Articles of Incorporation and other information filed by plaintiff Blue Spike, LL with the Texas Secretary of State.
3. Attached hereto as Exhibit B is a true and correct copy of Table C-1 entitled "U.S. District Courts—Civil Cases Commenced, Terminated and Pending During the 12-Month Period Ending December 31, 2011" obtained from the Administrative Office of United States Courts at <http://www.uscourts.gov/Statistics/StatisticalTablesForTheFederalJudiciary/December-2011.aspx>.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed this 7th day of January, 2013 at San Diego, California.

By: /s/James V. Fazio, III
James V. Fazio, III

CERTIFICATE OF SERVICE

The undersigned hereby certifies that all counsel of record who are deemed to have consented to electronic service are being served with a copy of this document via the Court's CM/ECF system pursuant to Local Rule CV-5(a)(3) on this 7th day of January, 2013.

/s/James V. Fazio, III
James V. Fazio, III

EXHIBIT A

TEXAS SECRETARY of STATE
HOPE ANDRADE

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BUSINESS ORGANIZATIONS INQUIRY - VIEW ENTITY

Filing Number:	801596430	Entity Type:	Domestic Limited Liability Company (LLC)
Original Date of Filing:	May 14, 2012	Entity Status:	In existence
Formation Date:	N/A		
Tax ID:	32047955607	FEIN:	
Duration:	Perpetual		
Name:	Blue Spike LLC		
Address:	1820 SHILOH RD STE 1201C TYLER, TX 75703-2426 USA		

REGISTERED AGENT	FILING HISTORY	NAMES	MANAGEMENT	ASSUMED NAMES	ASSOCIATED ENTITIES
Name		Address		Inactive Date	
C T Corporation System		350 North St. Paul St., Ste. 2900 Dallas, TX 75201-4234 USA			

Order

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REGISTERED AGENT		FILING HISTORY	NAMES	MANAGEMENT	ASSUMED NAMES	ASSOCIATED ENTITIES	
View Image	Document Number	Filing Type	Filing Date	Effective Date	Eff. Cond	Page Count	
	421616920002	Certificate of Formation	May 14, 2012	May 14, 2012	No	2	

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FILED
In the Office of the
Secretary of State of Texas

ARTICLES OF ORGANIZATION
OF
BLUE SPIKE LLC

MAY 14 2012

Corporations Section

Pursuant to the provisions of the Texas Limited Liability Company Act (the "*Act*"), the undersigned, acting as organizer, being a natural person of eighteen (18) years of age or more, files these Articles of Organization with the Secretary of State of the State of Texas.

ARTICLE ONE

NAME

The name of the Limited Liability Company (the "*Company*") shall be Blue Spike LLC.

ARTICLE TWO

DURATION

The period of the Company's duration is perpetual unless earlier dissolved in accordance with its regulations as adopted and amended from time to time in accordance with the Act (the "*Regulations*").

ARTICLE THREE

PURPOSE

The purpose for which the Company is organized is the transaction of any or all lawful business for which limited liability companies may be organized under the Act.

ARTICLE FOUR

AGENT FOR PROCESS

The name and address of the Company's initial registered agent and registered office is CT Corporation System, 350 North St Paul Street, Suite 2900, Dallas, Texas 75201-4234.

ARTICLE FIVE

MANAGER MANAGED

The powers of the Company shall be exercised by or under the authority of one or more managers. The initial number of managers of the Company shall be one (1) with the name and address of the person who will serve as the manager until the first meeting of the members, or until the successor shall have been elected and have been qualified is:

Name
Scott Moskowitz

Address
1820 Shiloh Road, Ste 1201C,
Tyler, Texas 75703

RECEIVED

MAY 14 2012

Secretary of State 1

FILED
MAY 14 2012
SECRETARY OF STATE
CORPORATIONS SECTION

ARTICLE SIX
EXEMPTION OF MANAGERS FROM LIABILITY

Except as and to the extent the Regulations specifically provide otherwise, a member or manager shall not be liable for the debts, obligations, or liabilities of the Company including those under a judgment, decree, or order of a court. A manager shall not be personally liable to the Company or any of its members for any monetary damages for any act or omission in his or her capacity as a manager except to the extent otherwise expressly provided by a statute of the State of Texas. Any repeal or modification of this Article or the Regulations shall be prospective only and shall not adversely affect any limitation of the personal liability of a manager or member of the Company at the time of the repeal or modification.

ARTICLE SEVEN
ORGANIZER

The name and address of the organizer of the Company is:

<u>Name</u>	<u>Address</u>
Scott Moskowitz	1820 Shiloh Road, Ste 1201C, Tyler, Texas 75703

IN WITNESS WHEREOF, the undersigned being the organizer for the purpose of forming a limited liability corporation under the laws of the State of Texas have executed these Articles of Organization on this 11th day of May, 2012.

/Scott Moskowitz/
Scott Moskowitz, as Manager and
Organizer

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Original Date of Filing:	May 14, 2012	Entity Status:	In existence
Formation Date:	N/A		
Tax ID:	32047955607	FEIN:	
Duration:	Perpetual		
Name:	Blue Spike LLC		
Address:	1820 SHILOH RD STE 1201C TYLER, TX 75703-2426 USA		

REGISTERED AGENT	FILING HISTORY	NAMES	MANAGEMENT	ASSUMED NAMES	ASSOCIATED ENTITIES	
		Name	Name Status	Name Type	Name Inactive Date	Consent Filing #
		Blue Spike LLC	In use	Legal		0

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BUSINESS ORGANIZATIONS INQUIRY - VIEW ENTITY

Filing Number:

801596430

Entity Type:

Domestic Limited Liability Company (LLC)

Original Date of Filing:

May 14, 2012

Entity Status:

In existence

Formation Date:

N/A

Tax ID:

32047955607

Duration:

Perpetual

FEIN:

Name:

Blue Spike LLC

Address:

1820 SHILOH RD STE 1201C
TYLER, TX 75703-2426 USA

REGISTERED AGENT		FILING HISTORY	NAMES	MANAGEMENT	ASSUMED NAMES	ASSOCIATED ENTITIES
Last Update	Name		Title	Address		
May 15, 2012	Scott Moskowitz		Manager	1820 Shiloh Road, Ste 1201C Tyler, TX 75703 USA		

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1820 SHILOH RD STE 1201C
TYLER, TX 75703-2426 USA

REGISTERED AGENT					ASSOCIATED ENTITIES	
FILING HISTORY						
NAMES						
MANAGEMENT						
ASSUMED NAMES						
Assumed Name	Date of Filing	Expiration Date	Inactive Date	Name Status	Counties	
No names exist for this filing.						

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REGISTERED AGENT		FILING HISTORY		NAMES	MANAGEMENT	ASSUMED NAMES	ASSOCIATED ENTITIES
Name	Entity Type	Document Description	Filing Date	Entity Filing Number	Jurisdiction	Capacity	
There are no documents listed for this entity which match your inquiry.							

Instructions:
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EXHIBIT B

Table C-1.
U.S. District Courts—Civil Cases Commenced, Terminated, and Pending
During the 12-Month Periods Ending December 31, 2011

Circuit and District	Total Civil Cases				U.S. Civil Cases				Private Civil Cases			
	Pending Dec. 31, 2010 ¹	Commenced	Terminated	Pending Dec. 31, 2011	Pending Dec. 31, 2010 ¹	Commenced	Terminated	Pending Dec. 31, 2011	Pending Dec. 31, 2010 ¹	Commenced	Terminated	Pending Dec. 31, 2011
TOTAL	287,294	289,969	305,936	271,327	43,702	46,787	44,420	46,069	243,592	243,182	261,516	225,258
DC	2,788	2,383	2,434	2,737	1,380	1,269	1,164	1,485	1,408	1,114	1,270	1,252
1ST	8,208	6,122	6,133	8,197	1,416	1,395	1,418	1,393	6,792	4,727	4,715	6,804
ME	388	496	518	366	165	181	208	138	223	315	310	228
MA	3,100	2,964	3,005	3,059	658	577	633	602	2,442	2,387	2,372	2,457
NH	509	597	568	538	174	208	220	162	335	389	348	376
RI	2,724	788	808	2,704	113	130	121	122	2,611	658	687	2,582
PR	1,487	1,277	1,234	1,530	306	299	236	369	1,181	978	998	1,161
2ND	38,480	22,427	31,580	29,327	3,370	3,535	3,226	3,679	35,110	18,892	28,354	25,648
CT	2,341	2,124	1,980	2,485	393	449	391	451	1,948	1,675	1,589	2,034
NY,N	2,038	1,569	1,513	2,094	370	450	272	548	1,668	1,119	1,241	1,546
NY,E	7,587	6,516	6,334	7,769	1,084	1,086	1,034	1,136	6,503	5,430	5,300	6,633
NY,S	23,709	10,202	19,519	14,392	962	952	921	993	22,747	9,250	18,598	13,399
NY,W	2,460	1,700	1,878	2,282	438	471	458	451	2,022	1,229	1,420	1,831
VT	345	316	356	305	123	127	150	100	222	189	206	205
3RD	38,950	62,424	69,145	32,229	2,632	3,296	3,376	2,552	36,318	59,128	65,769	29,677
DE	1,593	1,393	1,148	1,838	177	65	93	149	1,416	1,328	1,055	1,689
NJ	6,073	8,085	7,713	6,445	784	1,241	1,252	773	5,289	6,844	6,461	5,672
PA,E	26,310	47,722	54,952	19,080	617	705	750	572	25,693	47,017	54,202	18,508
PA,M	2,245	2,533	2,511	2,267	459	734	719	474	1,786	1,789	1,792	1,793
PA,W	2,144	2,403	2,459	2,088	487	504	508	493	1,647	1,899	1,951	1,595
VI	585	288	362	511	98	47	54	91	487	241	308	420
4TH	19,021	17,931	18,035	18,917	5,350	4,323	3,853	5,820	13,671	13,608	14,182	13,097
MD	3,314	3,886	3,874	3,326	771	757	691	837	2,543	3,129	3,183	2,489
NC,E	1,813	1,872	1,665	2,020	705	816	609	912	1,108	1,056	1,056	1,108
NC,M	997	1,169	883	1,283	330	430	248	512	667	739	635	771
NC,W	980	1,190	1,070	1,100	295	333	301	327	685	857	769	773
SC	3,122	3,560	3,394	3,288	677	682	649	710	2,445	2,878	2,745	2,578
VA,E	1,973	3,374	3,444	1,903	389	521	498	412	1,584	2,853	2,946	1,491
VA,W	673	1,196	1,157	712	289	383	380	292	384	813	777	420
WV,N	547	640	691	496	122	151	169	104	425	489	522	392
WVS	5,602	1,044	1,857	4,789	1,772	250	308	1,714	3,830	794	1,549	3,075

Table C-1. (December 31, 2011—Continued)

Circuit and District	Total Civil Cases			U.S. Civil Cases			Private Civil Cases					
	Pending Dec. 31, 2010 ¹	Commenced	Terminated	Pending Dec. 31, 2011	Pending Dec. 31, 2010 ¹	Commenced	Terminated	Pending Dec. 31, 2011	Pending Dec. 31, 2010 ¹	Commenced	Terminated	Pending Dec. 31, 2011
5TH	31,020	27,846	28,834	30,032	6,988	5,255	5,175	7,068	24,032	22,591	23,659	22,964
LA,E	9,689	3,156	4,743	8,102	2,786	326	511	2,601	6,903	2,830	4,232	5,501
LA,M	959	912	936	935	68	82	70	80	891	830	866	855
LA,W	2,284	2,311	2,161	2,434	421	799	516	704	1,863	1,512	1,645	1,730
MS,N	958	879	985	852	110	124	101	133	848	755	884	719
MS,S	2,055	2,043	2,039	2,059	261	217	211	267	1,794	1,826	1,828	1,792
TX,N	3,476	5,494	4,631	4,339	786	892	954	724	2,690	4,602	3,677	3,615
TX,E	3,416	3,214	3,225	3,405	636	568	485	719	2,780	2,646	2,740	2,686
TX,S	5,854	6,554	7,041	5,367	1,342	1,466	1,594	1,214	4,512	5,088	5,447	4,153
TX,W	2,329	3,283	3,073	2,539	578	781	733	626	1,751	2,502	2,340	1,913
6TH	21,648	23,916	20,956	24,608	3,851	4,652	4,560	3,943	17,797	19,264	16,396	20,665
KYE	1,485	1,629	1,579	1,535	528	623	667	484	957	1,006	912	1,051
KYW	1,469	1,349	1,532	1,286	195	298	261	232	1,274	1,051	1,271	1,054
MLE	4,902	5,759	5,584	5,077	738	1,506	1,388	856	4,164	4,253	4,196	4,221
MLW	1,457	1,941	1,837	1,561	222	250	240	232	1,235	1,691	1,597	1,329
OH,N	4,436	6,079	3,651	6,864	561	605	611	555	3,875	5,474	3,040	6,309
OHS	2,836	2,605	2,730	2,711	606	566	616	576	2,230	2,019	2,114	2,135
TNE	1,704	1,464	1,350	1,818	453	291	317	427	1,251	1,173	1,033	1,391
TNM	1,872	1,534	1,509	1,897	271	227	253	245	1,601	1,307	1,256	1,652
TNW	1,487	1,556	1,184	1,859	277	266	207	336	1,210	1,290	977	1,523
7TH	21,216	22,244	18,168	25,292	2,164	2,733	2,300	2,597	19,052	19,511	15,868	22,695
IL,N	8,903	9,757	9,137	9,523	906	1,080	875	1,111	7,997	8,677	8,262	8,412
IL,C	1,134	1,336	1,295	1,175	181	243	209	215	953	1,093	1,086	960
IL,S	5,705	5,028	1,593	9,140	220	261	241	240	5,485	4,767	1,352	8,900
IN,N	1,650	1,522	1,534	1,638	226	346	268	304	1,424	1,176	1,266	1,394
IN,S	2,177	2,462	2,495	2,144	353	381	333	401	1,824	2,081	2,162	1,743
WI,E	1,086	1,249	1,294	1,041	182	240	217	205	904	1,009	1,077	836
WI,W	561	890	820	631	96	182	157	121	465	708	663	510
8TH	21,682	14,561	14,885	21,358	3,116	3,609	3,424	3,301	18,566	10,952	11,461	18,057
AR,E	9,145	1,970	2,217	8,898	476	552	520	508	8,669	1,418	1,697	8,390
AR,W	1,051	999	1,024	1,026	469	455	431	493	582	544	593	533
IA,N	519	515	537	497	205	212	218	199	314	303	319	298
IA,S	645	806	842	609	143	265	248	160	502	541	594	449
MN	4,480	3,821	4,365	3,936	327	323	384	266	4,153	3,498	3,981	3,670
MO,E	2,875	2,642	2,280	3,237	539	588	511	616	2,336	2,054	1,769	2,621
MO,W	1,812	2,526	2,350	1,988	668	897	778	787	1,144	1,629	1,572	1,201
NE	578	690	724	544	144	175	200	119	434	515	524	425
ND	191	231	206	216	54	69	61	62	137	162	145	154
SD	386	361	340	407	91	73	73	91	295	288	267	316

Table C-1. (December 31, 2011—Continued)

Circuit and District	Total Civil Cases				U.S. Civil Cases				Private Civil Cases			
	Pending Dec. 31, 2010 ¹	Commenced	Terminated	Pending Dec. 31, 2011	Pending Dec. 31, 2010 ¹	Commenced	Terminated	Pending Dec. 31, 2011	Pending Dec. 31, 2010 ¹	Commenced	Terminated	Pending Dec. 31, 2011
9TH	41,693	46,630	47,697	40,626	7,123	8,752	8,702	7,173	34,570	37,878	38,995	33,453
AK	498	301	322	477	172	86	111	147	326	215	211	330
AZ	3,208	3,742	4,008	2,942	653	1,025	921	757	2,555	2,717	3,087	2,185
CAN	6,380	6,876	7,052	6,204	642	878	780	740	5,738	5,998	6,272	5,464
CAE	7,222	5,581	6,224	6,579	974	736	823	887	6,248	4,845	5,401	5,692
CAC	11,175	15,102	15,576	10,699	2,048	2,890	3,114	1,824	9,127	12,212	12,464	8,875
CAS	2,456	3,381	3,057	2,780	356	662	548	470	2,100	2,719	2,509	2,310
HI	703	818	796	725	89	105	103	91	614	713	693	634
ID	782	682	661	803	142	125	110	157	640	557	551	646
MT	462	578	559	481	112	131	134	109	350	447	425	372
NV	3,226	3,066	3,008	3,284	321	239	254	306	2,905	2,827	2,754	2,978
OR	2,403	2,249	2,378	2,274	725	634	666	693	1,678	1,615	1,712	1,581
WAE	699	843	782	760	289	367	304	352	410	476	478	408
WAW	2,350	3,345	3,213	2,482	573	854	825	602	1,777	2,491	2,388	1,880
GUAM	55	40	35	60	13	14	7	20	42	26	28	40
NMI	74	26	24	76	14	6	2	18	60	20	22	58
10TH	9,419	10,904	10,864	9,459	2,181	2,268	2,342	2,107	7,238	8,636	8,522	7,352
CO	2,278	3,489	3,418	2,349	414	512	520	406	1,864	2,977	2,898	1,943
KS	1,435	1,572	1,567	1,440	331	479	441	369	1,104	1,093	1,126	1,071
NM	1,136	1,174	1,242	1,068	282	304	318	268	854	870	924	800
OK,N	887	834	782	939	264	255	228	291	623	579	554	648
OK,E	499	472	485	486	248	179	186	241	251	293	299	245
OK,W	1,191	1,575	1,507	1,259	262	293	338	217	929	1,282	1,169	1,042
UT	1,698	1,395	1,440	1,653	277	169	202	244	1,421	1,226	1,238	1,409
WY	295	393	423	265	103	77	109	71	192	316	314	194
11TH	33,169	32,581	37,205	28,545	4,131	5,700	4,880	4,951	29,038	26,881	32,325	23,594
AL,N	3,409	4,422	2,585	5,246	429	715	454	690	2,980	3,707	2,131	4,556
AL,M	1,085	1,156	1,111	1,130	223	233	221	235	862	923	890	895
AL,S	652	753	732	673	156	184	135	205	496	569	597	468
FL,N	1,595	1,965	1,801	1,759	382	405	371	416	1,213	1,560	1,430	1,343
FL,M	16,138	7,766	14,487	9,417	1,352	1,642	1,396	1,598	14,786	6,124	13,091	7,819
FL,S	4,936	8,448	8,809	4,575	730	1,267	1,189	808	4,206	7,181	7,620	3,767
GAN	3,657	5,578	5,305	3,930	549	796	728	617	3,108	4,782	4,577	3,313
GAM	956	1,338	1,280	1,014	178	217	183	212	778	1,121	1,097	802
GAS	741	1,155	1,095	801	132	241	203	170	609	914	892	631

NOTE: Includes cases filed in previous years as consolidated cases that thereafter were severed into individual cases.

¹ Revised.